

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>,	:	08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**ORDER TO SHOW CAUSE TO CONSIDER
MOTION OF LEHMAN COMMERCIAL PAPER INC. PURSUANT
TO SECTION 105 OF THE BANKRUPTCY CODE AND FEDERAL RULE OF
BANKRUPTCY PROCEDURE 9019 FOR APPROVAL OF
THAT CERTAIN AMENDED AND RESTATED COMPROMISE AMONG
LEHMAN COMMERCIAL PAPER INC., ALFRED H. SIEGEL, AS CHAPTER 11
TRUSTEE FOR THE SUNCAL DEBTORS, AND THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS IN THE SUNCAL BANKRUPTCY CASES**

Upon the motion, dated September 2, 2010 (the “Motion”), of Lehman Commercial Paper Inc. (“LCPI” and, together with its affiliated debtors in the above-referenced chapter 11 cases, the “Debtors”), pursuant to section 105 of Title 11 of the United States Code (“Bankruptcy Code”) and Rule 9019 of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”) for approval of a settlement among (a) LCPI, (b) Alfred H. Siegel (the “SunCal Trustee”), the chapter 11 trustee of the estates of LBREP/L-SunCal Master I, LLC, LBREP/L-SunCal McAllister Ranch, LLC, LBREP/L-SunCal McSweeny Farms, LLC, and LBREP/L-SunCal Summerwind Ranch, LLC, which are being jointly administered under case no. 08-15588 (the “SunCal Bankruptcy Cases”) in the United States Bankruptcy Court for the Central District of California, and (c) the official committee of unsecured creditors in the SunCal Bankruptcy Cases (the “SunCal Committee”), as more particularly described in the Motion; and upon the Declaration of Alfredo R. Pérez Pursuant to Local Bankruptcy Rule 9077-1(a), dated September 2, 2010, in support of this order to show cause (the “Declaration”); and it appearing

that an order to show cause is necessary to expedite consideration of the relief requested in the Motion and such expedited consideration is beneficial to the Debtors' estates and creditors; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED that a hearing (the "Hearing") to consider the Motion shall be held before the Honorable James M. Peck, United States Bankruptcy Judge, in Courtroom 601, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 on **September 22, 2010 at 10:00 a.m. (Prevailing Eastern Time)**, or as soon thereafter as counsel may be heard; and it is further

ORDERED that notice of the Hearing shall be given by sending a copy of this Order, the Declaration and the Motion, via e-mail, fax, or overnight mail by **September 2, 2010 at 11:59 p.m. (Prevailing Eastern Time)** to (i) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn: Andy Velez-Rivera, Esq., Paul Schwartzberg, Esq., Brian Masumoto, Esq., Linda Riffkin, Esq., and Tracy Hope Davis, Esq.; (ii) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005, Attn: Dennis F. Dunne, Esq., Dennis O'Donnell, Esq., and Evan Fleck, Esq., attorneys for the official committee of unsecured creditors appointed in these cases; (iii) Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP, 650 Town Center Drive, Suite 950, Costa Mesa, California 92626, Attn: Evan D. Smiley, Esq., Hutchison B. Meltzer, Esq., and Robert S. Marticello, Esq., attorneys for the SunCal Trustee; (iv) Levene, Neal, Bender, Rankin & Brill L.L.P., 10250 Constellation Boulevard, Suite 1700, Los Angeles, California 90067, Attn: Daniel H. Reiss, Esq., attorneys for the SunCal Committee; (v) the Securities and Exchange Commission; (vi) the Internal Revenue Service; (vii) the United States Attorney for the Southern District of New York; and (vii) all parties who have requested

notice in these chapter 11 cases, it appearing that no other or further notice need be provided; and it is further

ORDERED that objections and responses, if any, to the Motion must be in writing, shall conform to the Bankruptcy Rules and the Local Rules for the United States Bankruptcy Court for the Southern District of New York, and shall be filed with the Bankruptcy Court electronically in accordance with General Order M-242 (General Order M-242 and the User's Manual for the Electronic Case Filing System can be found at <http://www.nysb.uscourts.gov>, the official website for the Bankruptcy Court), by registered users of the Bankruptcy Court's case filing system and, by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect or any other Windows-based word processing format, and shall be served in accordance with General Order M-242, upon (i) the chambers of the Honorable James M. Peck, One Bowling Green, New York, New York 10004, Courtroom 601; (ii) Weil, Gotshal & Manges LLP, 700 Louisiana Street, Suite 1600, Houston, Texas 77027, Attn: Alfredo R. Pérez, Esq., attorneys for the Debtors; (iii) King & Spalding LLP, 1185 Avenue of the Americas, New York, New York 10036, Attn: Arthur Steinberg, Esq., attorneys for the Debtors; (iv) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn: Andy Velez-Rivera, Esq., Paul Schwartzberg, Esq., Brian Masumoto, Esq., Linda Riffkin, Esq., and Tracy Hope Davis, Esq.; (v) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005, Attn: Dennis F. Dunne, Esq., Dennis O'Donnell, Esq., and Evan Fleck, Esq., attorneys for the official committee of unsecured creditors appointed in these cases; (vi) Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP, 650 Town Center Drive, Suite 950, Costa Mesa, California 92626, Attn: Evan D. Smiley, Esq.,

Hutchison B. Meltzer, Esq., and Robert S. Marticello, Esq., attorneys for the SunCal Trustee; and
(vii) Levene, Neal, Bender, Rankin & Brill L.L.P., 10250 Constellation Boulevard, Suite 1700,
Los Angeles, California 90067, Attn: Daniel H. Reiss, Esq., attorneys for the SunCal
Committee; so as to be so filed and received by no later than **September 15, 2010 at 4:00 p.m.**
(Prevailing Eastern Time); and it is further

ORDERED that notice given in accordance with the provisions of this Order shall
constitute good and sufficient notice of the Hearing, the Motion and all other matters to be heard
in connection therewith.

Dated: New York, New York
September 2, 2010

s/ James M. Peck
UNITED STATES BANKRUPTCY JUDGE